

**STELLA MARIS COLLEGE (AUTONOMOUS) CHENNAI – 600 086.**  
**(For candidates admitted during the academic year 2012-2013 and thereafter)**  
**SUBJECT CODE: 11CM/MC/CL54**

**B.Com. / B.Com. (C.S) DEGREE EXAMINATION NOVEMBER 2016**  
**COMMERCE**  
**CORPORATE SECRETARYSHIP**  
**FIFTH SEMESTER**

**COURSE : MAJOR CORE**  
**PAPER : COMPANY LAW**  
**TIME : 3 HOURS**

**MAX. MARKS: 100**

**SECTION A - (10 x 2 = 20 marks)**

**Answer ALL questions**

1. What is “Separate legal Entity”?
2. What do you mean by the term “Resolution” of a company?
3. Write note on “Board meeting”.
4. What are the legal effects of obtaining a “Certificate of incorporation”?
5. Mention any four differences between private company and public company.
6. What is “Shelf prospectus”?
7. What do you understand by the “rule of golden legacy”?
8. When can a company commence its business?
9. What is “Doctrine of Ultra Vires”?
10. Who is called as the “Liquidator” of a company?

**SECTION B - (5 x 8 = 40 marks)**

**Answer any FIVE questions.**

11. State the exemptions and privileges available to all private Companies.
12. Write short note on: a) Doctrine of Indoor management  
b) Statement in lieu of prospectus
13. Explain the contents of memorandum association of a company.
14. Discuss the effects of ultra-vires transactions.
15. Explain various types of resolution passed in a meeting of the shareholders.
16. List out and explain the duties and liabilities of Directors of a company.
17. Describe the Liability for misstatement in the prospectus.

**SECTION C - (2 x 20 =40 marks)**

**Answer any TWO questions.**

18. What are the restrictions imposed on the Company while altering the Articles of Association? Explain.
19. Briefly explain the provisions of the Company’s Act regarding the mode of appointment of Directors of a company.
20. When can a company be voluntarily wound up? What are the provisions to be followed in case of such winding up.
21. Discuss the various types of companies.

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